

PROSKAUER ROSE LLP

Counsel for State Street Bank and Trust Company
Scott K. Rutsky
Adam T. Berkowitz
1585 Broadway
New York, NY 10036-8299
(212) 969-3000

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:

GENERAL MOTORS CORP., et al.,

Debtors.

Chapter 11

Case No. 09-50026 (REG)

(Jointly Administered)

**NOTICE OF APPEARANCE AND
REQUEST FOR NOTICE**

TO THE CLERK OF THE BANKRUPTCY COURT:

PLEASE TAKE NOTICE, that the undersigned appears in the above-captioned Chapter 11 cases on behalf of State Street Bank and Trust Company, a party-in-interest herein, and pursuant to Rules 2002, 9007 and 9010(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Sections 342, 704(7), 725 and 1109(b) (to the extent applicable) of Title 11, United States Code, 11 U.S.C. § 101 et seq. (the “Bankruptcy Code”), demands that all notices given or required to be given, and all papers served or required to be served in the above-captioned Chapter 11 cases including, but not limited to, all notices (including those required by Bankruptcy Rule 2002), reports, pleadings, motions, applications, lists, schedules, statements and all other matters arising in these Chapter 11 cases or in any related adversary proceeding, be served upon:

Proskauer Rose LLP
1585 Broadway
New York, NY 10036-8299
Attn: Scott K. Rutsky, Esq.
Adam T. Berkowitz, Esq.
Telephone Number: (212) 969-3000
Facsimile Number: (212) 969-2900
Email: srutsky@proskauer.com
aberkowitz@proskauer.com

PLEASE TAKE FURTHER NOTICE, that pursuant to applicable Sections of the Bankruptcy Code, the foregoing demand includes not only the notices and papers referred to in the above-mentioned Bankruptcy Rules, but also includes, without limitation, all orders and notices of applications, motions, petitions, pleadings, requests, complaints or demands, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail delivery, telephone, telegraph, telex or otherwise, which affects the Debtors in the above-captioned Chapter 11 cases or any property of the Debtors. This Notice of Appearance and Request for Notice shall not be deemed or construed to be a waiver of the rights (1) to have final orders in non-core matters entered only after de novo review by a District Court Judge, (2) to trial by jury in any proceeding so triable in these cases or any cases, controversy, or proceeding related to these cases, (3) to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal, or (4) to any other rights, claims, actions, setoffs, or recoupments to which State Street Bank and Trust Company is or may be entitled.

Dated: June 1, 2009
New York, New York

PROSKAUER ROSE LLP
Counsel for State Street Bank and Trust Company

By: /s/ Scott K. Rutsky
Scott K. Rutsky, Esq.
Adam T. Berkowitz, Esq.
1585 Broadway
New York, New York 10036-8299
(212) 969-3000

To: Parties on the Annexed Service List

Service List

Weil, Gotshal & Manges LLP
Attn: Harvey R. Miller, Stephen Karotkin &
Joseph H. Smolinsky
767 Fifth Avenue
New York, New York 10153

Office of the United States Trustee
33 Whitehall Street, 21st Floor
New York, NY 10004

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STATE OF NEW YORK)

ss.:

COUNTY OF NEW YORK)

AFFIDAVIT OF SERVICE
BY FIRST CLASS MAIL

David C. Cooper, being duly sworn, deposes and says that:

1. I am not a party to the action, am over 18 years of age and reside in New York County, New York.
2. On June 1, 2009, I caused true copies of the attached Notice of Appearance and Request for Notice on behalf of State Street Bank and Trust Company (the "Notice of Appearance") to be served upon the parties on the preceding service list via First Class Mail by enclosing the Notice of Appearance into properly addressed, stamped envelopes and causing the

same to be deposited into a designated depository maintained by the United States Postal Service.

/s/ David C. Cooper
David C. Cooper

Sworn to before me this
1st day of June, 2009

/s/ David A. De Paris, Jr.
Notary Public, State of New York
No. 01DE4975535
Qualified in New York County
Commission Expires Dec. 10, 2010